

Adoption of the agenda.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS MEETING OF POLSKI KONCERN NAFTOWY
ORLEN SPOLKA AKCYJNA

dated 29 June 2011

regarding the adoption of the agenda of the Ordinary Shareholders Meeting

§ 1

The Ordinary Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to adopt the following agenda:

1. Opening of the Shareholders Meeting.
2. Election of the Chairman of the Shareholders Meeting.
3. Confirmation of the proper convention of the Shareholders Meeting and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Examination of the report of the Management Board on the Company's activities, the Company's financial statement, the motion of the Management Board regarding the allocation of profit for the financial year 2010, the report of the Supervisory Board regarding the opinion on the report of the Management Board on the Company's activities and the Company's financial statement in terms of their compliance with books, records, and facts, and the motion of the Management Board regarding the distribution of profit for the financial year 2010.
7. Examination of the report of the Management Board on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2010, and examination of the opinion of the Supervisory Board regarding the report of the Management Board on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2010.
8. Examination of the report of the Supervisory Board for 2010 compliant with the requirements of the Best Practices of Companies Listed on the Warsaw Stock Exchange.
9. Adoption of the resolution regarding the approval of the report of the Management Board on the Company's activities and the Company's financial statement for the financial year 2010.
10. Adoption of the resolution regarding the approval of the report of the Management Board on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2010.
11. Adoption of the resolution regarding the distribution of profit for the financial year 2010.
12. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Company's Management Board in 2010.
13. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Company's Supervisory Board in 2010.
14. Examination of the motion and adoption of the resolutions regarding amendments to the Company's Articles of Association and establishing the unified text of the amended Articles of Association.

15. Examination of the motion and adoption of the resolution regarding amendments to the Rules of Procedure for the General Shareholders Meeting and establishing the unified text of the amended Rules of Procedure for the General Shareholders Meeting.
16. Conclusion of the Shareholders Meeting.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast, percentage of the said shares in the share capital

The total number of valid votes

There were votes in favour of the resolution, votes against the resolution and votes abstained.